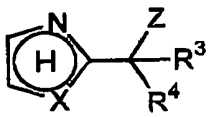
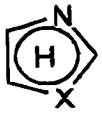


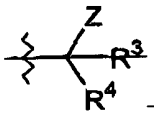
(Ia)

wherein

X is selected from the group consisting of NH, NR^A ~~and S~~;

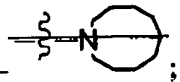
 represents a 5 membered aromatic ring structure; ~~optionally containing one to two additional heteroatoms selected from the group consisting of N, O and S~~;

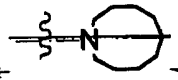
~~provided that the additional heteroatoms are not at the attachment point of the~~

 ~~group;~~

~~provided that the 5 membered ring remains aromatic in nature;~~

wherein the 5 membered ring is optionally substituted with one to three substituents independently selected from the group consisting of halogen, hydroxy, alkyl, halogenated alkyl, alkenyl, cycloalkyl, alkoxy, aryl, aralkyl, heterocyclyl, amino, mono-or di-substituted amino, cyano nitro, -COOR, -COR, $-SO_2R$ and $-CONR^BR^C$; wherein the amine substituents are independently selected from alkyl, cycloalkyl, aryl or aralkyl; wherein the cycloalkyl, aryl or heterocyclyl may be further optionally substituted with one or more substituent is independently selected from halogen, hydroxy, alkyl, halogenated alkyl, alkoxy, amino, mono-or di-substituted amino, cyano or nitro;

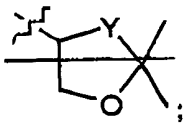
Z is selected from the group consisting of ~~$-OR^A$, $-NR^AR^B$, $-N(R^A)OR^B$, -SR, -CN, $-N_3$~~ ~~and~~  ;

~~wherein~~  ~~represents a three to eight membered heterocyclyl group bound at the N atom, wherein the heterocyclyl group is saturated, partially unsaturated or aromatic; when the heterocyclyl group is a saturated six to eight membered heterocyclyl, the heterocyclyl group may optionally contains a group selected from O, CHR, NR, S, SO, or SO_2, provided that that the group is separated from the N atom by at least two carbon atoms;~~

~~and wherein the heterocyclyl group is optionally substituted with one or more substituents independently selected from R;~~

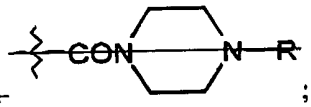
R^3 is selected from the group consisting of hydrogen, alkyl, aralkyl, cycloalkyl, fluorinated alkyl, -COR, -COOR and $-CONR^CR^D$; wherein the aralkyl may be optionally substituted with one or more substituents independently selected from halogen, hydroxy, alkyl, halogenated alkyl, alkoxy, amino, mono-or di-substituted amino, cyano or nitro;

R^4 is selected from the group consisting of, alkyl, aryl, aralkyl, cycloalkyl, fluorinated alkyl, alkenyl, and alkynyl, ~~-COOR, -COR, $-CONR^CR^D$, -alkyl-COOR, heterocyclyl and~~



; wherein the alkyl, alkenyl, alkynyl, aryl, or aralkyl ~~or heterocyclyl~~ may be optionally substituted with one or more substituents independently selected from halogen, hydroxy, alkyl, halogenated alkyl, alkoxy, aryl, amino, mono-or di-substituted amino, cyano or nitro; ~~and where Y is selected from the group consisting of O, S and NR^A~~;

~~where~~ R is selected from the group consisting of alkyl, aryl, aralkyl, cycloalkyl, adamantyl, norbornyl, fluorinated alkyl and heterocycle; wherein the aryl, aralkyl or heterocycle may be optionally substituted with one or more substituents independently selected from halogen, hydroxy, alkyl, halogenated alkyl, alkoxy, amino, mono-or di-substituted amino, cyano or nitro;

~~where~~ R^A ~~and R^B are~~ is independently selected from the group consisting of hydrogen, -R, -COOR, -COR, ~~$-SO_2R$, -SOR~~ and $-CONR^CR^D$ ~~and~~ 

;

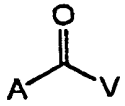
R^B is independently selected from the group consisting of hydrogen, -R, -COOR, -COR, $-SO_2R$, -SOR and $-CONR^CR^D$;

~~where~~ R^C and R^D are independently selected from the group consisting of hydrogen, alkyl, aryl, aralkyl, cycloalkyl, fluorinated alkyl and heterocycle; wherein the aryl, aralkyl or heterocycle may be optionally substituted with one or more substituents independently selected from halogen, hydroxy, alkyl, halogenated alkyl, alkoxy, amino, mono-or di-substituted amino, cyano or nitro; ~~or are joined together to form a 4 to 8 membered heterocyclyl ring structure;~~

which method comprises reacting a compound of formula (III)

(III)

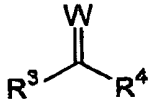
with a compound of formula (IV)



(IV)

wherein A is selected from F, Cl, Br or –OC(O)-t-butyl, and wherein V is a sterically hindered group, in a non-protic solvent;

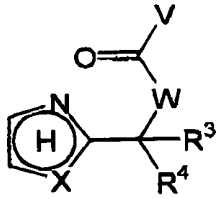
and then reacting with a compound of formula (V)



(V)

wherein W is ~~selected from the group consisting of~~ -O, ~~-NSO$_2$R, -NSOR, NCOR, NCOOR, NCOR^{C}R^D and -NR~~

to form the corresponding compound of formula (Ic)



(Ic)

and ~~optionally~~ reacting the compound of formula (Ic) with a compound of formula (VI)

Z-H

(VI)

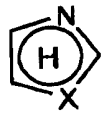
wherein Z is as previously defined, to yield the corresponding compound of formula (Ia).

2. (Original) The process of Claim 1 wherein V is selected from the group consisting of t-butyl, O-t-butyl, O-isopropyl, O-adamantyl, adamantyl, $N(alkyl)_2$, $N(aryl)_2$, 2,6-dimethylphenyl, 2,6-disubstituted phenyl.

3. (Original) The process of Claim 1 wherein the non-protic solvent is selected from the group consisting of acetonitrile, dioxane and THF.

Claims 4-20 cancelled.

21. (Currently amended) The process of Claim 1 wherein



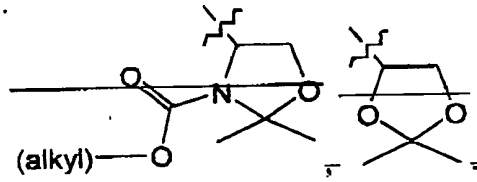
is selected from the group consisting of imidazolyl, substituted imidazolyl (wherein the substituents on the imidazolyl group are one or more independently selected from halogen, alkyl, aryl, aralkyl, cycloalkyl, or alkoxycarbonyl, $-C(O)N(alkyl)_2$), ~~thiazolyl, substituted thiazolyl (wherin the substituents on the thiazolyl group are one or more independently selected from alkyl and alkenyl), 2-aralkyl-substituted-4H-1,2,4-triazolyl and 4-aralkyl-substituted-4H-1,2,4-triazolyl~~;

Z is selected from the group consisting of $-OC(O)N(alkyl)_2$, ~~$-N(aryl)C(O)N(alkyl)_2$, $N(aralkyl)C(O)N(alkyl)_2$, $N(aralkyl)C(O)O(alkyl)$, $N(aralkyl)C(O)O$-adamantyl, $N(SO_2aryl)C(O)N(alkyl)_2$, $N(SO_2aryl)C(O)O(alkyl)$, $N(SO_2$alkyl substituted aryl$)C(O)O(alkyl)$, $N(C(O)N(alkyl)_2)OC(O)(alkyl)$,~~ $OC(O)O(alkyl)$, $-OC(O)(aryl)$, -OH, and -alkoxy, ~~$-N_3$, $-NHC(O)$-alkyl, $-NH(alkyl)$, $NH($hydroxy substituted alkyl$)$, $-NH(alkoxy)$, $-NH(aryl)$, $-NH(aralkyl)$, $-NH-(heterocyclyl)$, $-NHSO_2$-alkyl, $-SH$ aryl, $-SH$ alkyl, $-SH$ (amino substituted alkyl) and heterocyclyl~~;

R^3 is selected from the group consisting of hydrogen, alkyl, trifluoromethyl and -C(O)O-alkyl;

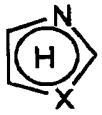
and R^4 is selected from the group consisting of alkyl, alkenyl, cycloalkyl, aryl, substituted aryl (where the aryl substituent is selected from halogen, alkyl, alkoxy, nitro,

amino, alkylamino or dialkylamino), aralkyl, ~~-(alkyl)-C(O)O-(alkyl),~~



~~, pyridinyl, -C(O)-aryl and -C(O)O-alkyl~~;

22. (Currently amended) The process of Claim 21 wherein

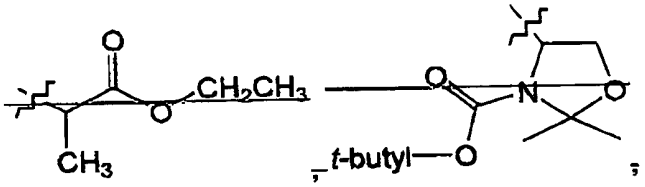


is selected from the group consisting of 1-imidazolyl, 1-methyl-imidazolyl, 1-phenyl-imidazolyl, 1-benzyl-imidazolyl, 1-(di(*i*-propyl)aminocarbonyl)-imidazolyl, 1-methyl-5-chloro-imidazolyl, 1-methyl-4,5-dichloro-imidazolyl, and 1-methyl-5-methoxycarbonyl-imidazolyl~~, thiazolyl, 4,5-dimethyl-thiazolyl, 4-methyl-5-vinyl-thiazolyl, 2-benzyl-4H-1,2,4-triazolyl and 4-benzyl-4H-1,2,4-triazolyl~~;

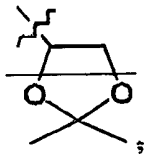
Z is selected from the group consisting of $-OC(O)N(methyl)_2$, $-OC(O)N(ethyl)_2$, $-OC(O)N(i\text{-}propyl)_2$, ~~$-N(phenyl)C(O)N(i\text{-}propyl)_2$, $-N(benzyl)C(O)O\text{-}t\text{-}butyl$, $-N(benzyl)C(O)O\text{-}adamantyl$, $N(benzyl)C(O)N(i\text{-}propyl)_2$, $N(SO_2\text{-}phenyl)C(O)N(i\text{-}propyl)_2$, $N(SO_2phenyl)C(O)O\text{-}t\text{-}butyl$, $N(SO_2\text{-}p\text{-}toluenyl)C(O)Ot\text{-}butyl$, $N(C(O)N(i\text{-}propyl)_2)OC(O)methyl$,~~ -OC(O)O(t-butyl), -OC(O)(phenyl), -OH, $-OCH_3$, and $-OCH_2CH_3$~~, $-N_3$, $-NH\text{-}C(O)CH_3$, $-NH\text{-}SO_2CH_3$, $-NH\text{-}OCH_3$, $-NH\text{-}CH_2CH_2OH$, -NH-phenyl, -NH-benzyl, -NH-pyridin-2-yl, -S-phenyl, $-S\text{-}CH_2CH_2NH_2$, morpholin-1-yl, piperidin-1-yl, 4-methyl-piperazin-1-yl and imidazol-1-yl~~;

R^3 is selected from the group consisting of hydrogen, methyl, trifluoromethyl and $-C(O)OCH_2CH_3$;

and R^4 is selected from the group consisting of methyl, ethyl, t-butyl, i-propyl, cyclohexyl, phenyl, 4-methoxyphenyl, 4-chlorophenyl, 4-nitrophenyl, benzyl, phenylethyl, -



$CH{=}CH_2$, and $-CH{=}CHCH_3$,



~~, 2-pyridinyl, C(O)phenyl and $-C(O)OCH_2CH_3$.~~

Claims 23-30 are cancelled.